

Merck & Co. Inc.  
Form 8-K  
December 01, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

**Date of report (date of earliest event reported): December 1, 2011**

**MERCK & CO., INC.**

**(Exact name of registrant as specified in its charter)**

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**New Jersey**  
(State or other jurisdiction of  
incorporation or organization)

**1-6571**  
(Commission  
file number)

**22-1918501**  
(I.R.S. Employer  
Identification No.)

**One Merck Drive, P.O. Box 100,**

**Whitehouse Station, NJ**  
(Address of principal executive offices)

**Registrant's telephone number, including area code: (908) 423-1000**

**08889**  
(Zip code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(b) *Retirement of Director.* As previously announced on October 6, 2011, effective as of December 1, 2011, Mr. Richard T. Clark retired from the Board of Directors of Merck & Co., Inc. (the Company). The Company also announced at that time that the Board had elected Mr. Kenneth C. Frazier as Chairman of the Board effective upon Mr. Clark's retirement. The news release announcing these changes is filed as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits**

99.1 News release dated October 6, 2011.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 1, 2011

**Merck & Co., Inc.**

By: /s/ Katie E. Fedosz  
Name: Katie E. Fedosz  
Title: Senior Assistant Secretary

EXHIBIT INDEX

Exhibit Number	Description
99.1	News release dated October 6, 2011.